

American Bank

1600 Smith • P.O. Box 847 • Houston, Texas 77001 • 713/951-7100 • Telex 386383

Bruce W. Reed
Executive Vice President

9-135A012

RECORDATION NO. 13646A FILED 1425

MAY 15 1989 -11 30 AM

INTERSTATE COMMERCE COMMISSION

No.

Date

Fee \$

ICC Washington, D. C.

May 12, 1989

Ms. Mildred Lee
Interstate Commerce Commission
12th & Constitution Avenue N. W., Room 1227
Washington, D.C. 20423

Dear Ms. Lee:

Enclosed please find a security agreement between Dean H. Maddox and American Bank which we ask that you record pursuant to 1116 of Title 49 of the Code of Federal Regulations. Please note that the principal Debtor and Mortgagor is Dean H. Maddox, the Mortgagee is American Bank and the collateral pledged consists of a 23,500 gallon capacity tank car bearing Registration #LAMX112, DOT105A300W.

Please return a recorded copy of this security agreement to me at P.O. Box 847 Houston, Tx. 77001. If you need additional information with regard to this document or this transaction, please contact me. Thank you for your attention to this matter.

Sincerely,



Patricia Woods

/pw

MORTGAGEE:
American Bank
P.O. Box 847
Houston, Tx. 77001

MORTGAGOR:
Dean H. Maddox
700 Louisiana, Suite 4650
Houston, Tx. 77002

MAY 15 1989 -11 30 AM

INTERSTATE COMMERCE COMMISSION

THIS INSTRUMENT AMENDS A SECURITY PLEDGE FILED ON MAY 21, 1982 AT 10:40 A.M. UNDER ICC RECORDATION FILE NO. 13644 AND CONCERNS A RAILROAD CAR BEARING CAR MARK LAMX112.

ASSIGNMENT OF NOTE AND LIEN

MBANK HOUSTON, formerly known as BANK OF THE SOUTHWEST, N.A., whose address is 910 Travis, Houston, Harris County, Texas is the current owner and holder of a lien on a railway car bearing the identification number LAMX112 all more fully described below, does by these presents hereby transfer and assign any and all lien rights it holds in and to said railway car to American Bank, 1600 Smith, Houston, Harris County, Texas.

MBANK HOUSTON, formerly known as BANK OF THE SOUTHWEST, N.A., the present legal and equitable owner and holder of that certain Promissory Note, more fully described below;

Promissory Note dated January 20, 1986 in the original principal sum of \$33,500.00 (the "Note") executed by Dean H. Maddox and payable to the order of MBank Houston, N.A. which Note represents a renewal extension and rearrangement of the indebtedness secured by the security interest granted in that certain Security Agreement dated August 1, 1981 filed for record with the Interstate Commerce Commission on May 21, 1982 at 10:40 a.m. under ICC recordation number 13644, which Security Agreement covers and describes that one certain 34,000 gallon nominal capacity tank car, DOT 105A300W, non-coiled and insulated, one hundred ton roller bearing truck bearing the identification number LAMX112 and any and all additions, accessories and substitutions to or for the above described tankcar, whether now owned or hereinafter acquired, and any accounts, notes, drafts, acceptances, instruments, chattel paper, leases or general intangibles in respect to the above described tankcar, now or hereafter existing and all rights earned or yet to be earned under contracts to sell or lease or render service in respect to the above described tankcar including, without limitation, that certain management agreement by and between LAMCO, Inc. and James R. Hooten dated December 16, 1980, their security interest therein being perfected by that certain security agreement filed with the Interstate Commerce Commission on May 21, 1982 at 10:40 a.m. under Interstate Commerce Commission recordation number 13644;

Now, for a good and valuable consideration paid to the undersigned, the receipt and sufficiency of which is hereby acknowledged, has TRANSFERRED and ASSIGNED, GRANTED and CONVEYED and by these presents TRANSFERS, ASSIGNS, GRANTS and CONVEYS unto

American Bank, a Texas Banking Association, whose address is 1600 Smith, Houston, Texas 77002, the Note, together with all liens, and any superior title, held by the undersigned securing the payment thereof. There remains unpaid upon the Note described above the principal sum of \$15,075.00, together with accrued and unpaid interest as of March 8, 1989 of \$687.07, together with interest thereon from and after March 8, 1989.

Except for the express representations and warranties herein set forth, this transfer and assignment is without recourse or warranty, express or implied, upon or by the undersigned.

The undersigned expressly waives and releases any and all rights that the undersigned may now or hereafter have to establish or enforce said lien or liens as security for the payment of any other or future indebtedness.

This instrument may be executed in any number of counterparts to facilitate filing with the Interstate Commerce Commission.

EXECUTED this 18th day of April, 1989, but to be effective as of March 24, 1989. *SM*

MBANK HOUSTON f/k/a BANK OF THE
SOUTHWEST, N.A.

BY: *Lois Hagar*
NAME: *Lois Hagar*
TITLE: *Asst. Vice President*

I hereby (i) acknowledge the accuracy of the balances set forth above as the sums now due and owing by me on the above described Note; (ii) ratify the terms and conditions of the various security documents referred to above; (iii) acknowledge the transfer of the Note and Liens described above to American Bank; and (iv) if not now personally obligated under the Note and security instruments I do hereby so obligate myself.

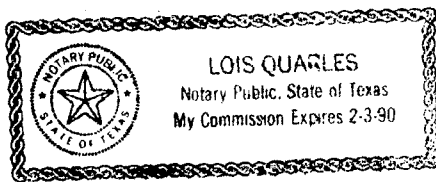
Executed this 11th day of April, 1989.

Dean H. Maddox
DEAN H. MADDOX

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

Before me, the undersigned authority, on this day personally appeared Lois Hagar, Assistant Vice President of MBank, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and considerations therein expressed, and in the capacity therein stated, as the act and deed of MBank, Houston.

Given under my hand and seal of office this 18th day of April, 1989.

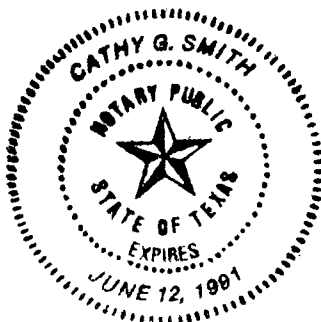


Lois Quarles
NOTARY PUBLIC IN AND FOR
THE STATE OF TEXAS
NAME: Lois Quarles
MY COMMISSION EXPIRES: 2/03/90

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

Before me, the undersigned authority, on this day personally appeared DEAN H. MADDOX, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and considerations therein expressed.

Given under my hand and seal of office this 12th day of April, 1989.



Cathy G. Smith
NOTARY PUBLIC IN AND FOR
THE STATE OF TEXAS
NAME: Cathy G. Smith
MY COMMISSION EXPIRES: June 12, 1991

218902.059(7)kw

FULBRIGHT & JAWORSKI

BANK OF THE SOUTHWEST BUILDING

HOUSTON, TEXAS 77002

TELEPHONE (713) 651-5151

TELEX 76-2829

1150 CONNECTICUT AVE., N.W.
WASHINGTON, D. C. 20036
TELEPHONE (202) 452-6800
TELEX 89-2602

LANDMARK BUILDING, SUITE 200
705 EAST HOUSTON AVENUE
SAN ANTONIO, TEXAS 78205
TELEPHONE (512) 224-5575

AMERICAN BANK TOWER, SUITE 1740
221 WEST SIXTH STREET
AUSTIN, TEXAS 78701
TELEPHONE (512) 474-5201

IN DALLAS
DUMAS, HUGUENIN, BOOTHMAN & MORROW
1509 MAIN STREET
DALLAS, TEXAS 75201
TELEPHONE (214) 741-3458

2 ST. JAMES'S PLACE
LONDON, SW1A 1NP
TELEPHONE (01) 629-1207
TELEX 28310

RECORDATION NO. File # 1425

MAY 28 1982 - 2 05 PM

May 25, 1982

INTERSTATE COMMERCE COMMISSION

Re: Bank of the Southwest National
Association, Houston - Dean H. Maddox-
Filing of Security Agreements given
Recordation No. 13644 (12686-A Release)

2-148A037-

No. 1
MAY 28 1982
Date.....

Fee \$ 50.00

ICC Washington, D. C.

Secretary of Interstate Commerce
Commission
Washington, D.C. 20423

Attention: Filing Officer

Dear Sir:

The above-referenced Security Agreement was forwarded to your office and filed in your office on May 21, 1982 and given Recordation No. 13644. In connection with that filing, you had advised me by long distance phone call that the respective filing fee of \$50 had not been included. Enclosed please find a Cashier's Check in the amount of \$50 for the filing fee of the referenced Security Agreements. If I can be of any further assistance to you, please advise me.

Thanking you for your attention and cooperation,
remain

Very truly yours,

Frank T. Garcia

Frank T. Garcia
For the Firm

FTG/jrm
Enclosure
cc: Mr. Gregory A. Stuart

RECEIVED
MAY 28 12 44 PM '82
FEE OPERATION BR